

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: )  
            )  
            )  
W.R. GRACE & CO., et al.<sup>1</sup> ) Case No. 01-1139 (JKF)  
            ) Chapter 11  
            )  
            )  
Debtors.     ) (Jointly Administered)  
            )  
            )  
            ) Objection Due by: November 25, 2005 at 4:00 pm.  
            ) Hearing Date: Hearing will be held if necessary

**NOTICE OF FILING OF FEE APPLICATION**

To: The Parties on the Service List attached as Exhibit 1

Bilzin Sumberg Baena Price & Axelrod LLP (the "Applicant"), counsel to the Official Committee of Asbestos Property Damage Claimants (the "PD Committee"), filed and served its Fifty-First Interim Application For Compensation For Services Rendered and Reimbursement of Expenses (the "Fee Application") seeking an interim award of legal fees and reimbursement of expenses incurred as counsel to the PD Committee. The interim amount sought in this Fee Application is (i) \$370,142.00 for services rendered during the period September 1, 2005, through and including September 30, 2005 (the "Application Period"); and (ii) \$636,255.03 as reimbursement for the actual and necessary expenses incurred during the Application Period.

You are required to file with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, an objection to the attached Fee Application on or before November 25, 2005 at 4:00 p.m.

At the same time, you must serve a copy of the objections or responses, if any, upon the following: (i) co-counsel for the Debtors, James H.M. Sprayregen, Esquire, Kirkland & Ellis, 200 East Randolph Drive, Chicago, Illinois 60601 (fax number 312-861-2200), and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young, Jones & Weintraub, P.C., 919 North Market Street, Suite 1600, P. O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400); (ii) counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan, LLP 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane, Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin Sumberg Baena Price & Axelrod LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Theodore J. Tacconelli, Esquire, Ferry, Joseph & Pearce, P.A., 824 Market Street, Suite 904, P. O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) counsel to the

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<sup>1</sup> In order to save space, the PD Committee has refrained from listing all 62 Debtors. The list of all 62 Debtors maybe obtained from Bilzin Sumberg Baena Price & Axelrod LLP if requested.

Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36<sup>th</sup> Floor, New York, New York 10022 (fax number 212-644-755), and Marla Rosoff Eskin, Esquire, Campbell & Levine, LLC, 801 N. King St, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) counsel to the DIP Lenders, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P. O. Box 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) Warren H. Smith, Warren H. Smith & Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1275, Dallas, TX 75201 (fax number 214-744-0231) and (vii) the Office of the United States Trustee, Attn: David M. Klauder, Esquire, 844 King Street, Room 2207, Wilmington, DE 19801.

A HEARING ON THE FEE APPLICATION WILL BE HELD ONLY IF OBJECTIONS OR RESPONSES ARE FILED.

IF YOU FAIL TO RESPOND OR OBJECT IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE FEE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 4, 2005

BILZIN SUMBERG BAENA PRICE &  
AXELROD LLP

Counsel of the Official Committee of Asbestos  
Property Damage Claimants  
2500 Wachovia Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131-2336  
Telephone: (305) 374-7580  
Facsimile: (305) 374-7593

By: /s/ Allyn S. Danzeisen  
Allyn S. Danzeisen (Admitted Pro Hac Vice)

**EXHIBIT 1****NOTICE PARTIES**

<b><u>The Debtors</u></b>	<b><u>Co-Counsel to the Debtor In Possession</u></b> <b><u>Lender</u></b> via email to:  <a href="mailto:syoder@bayardfirm.com">syoder@bayardfirm.com</a> ;  <a href="mailto:david.heller@lw.com">david.heller@lw.com</a> ; and  <a href="mailto:carol.Hennessey@lw.com">carol.Hennessey@lw.com</a>
<b><u>Co-Counsel to the Debtors</u></b>  via email to:  <a href="mailto:james_kapp@chicago.kirkland.com">james_kapp@chicago.kirkland.com</a> and <a href="mailto:dcarickhoff@pszyj.com">dcarickhoff@pszyj.com</a>	<b><u>Co-Counsel to the Official Committee of Unsecured Creditors</u></b>  via email to:  <a href="mailto:rserrette@stroock.com">rserrette@stroock.com</a> ; and <a href="mailto:mlastowski@duanemorris.com">mlastowski@duanemorris.com</a>
<b><u>Co-Counsel to the Official Committee of Asbestos Personal Injury Claimants</u></b>  via email to:  <a href="mailto:pvnl@capdale.com">pvnl@capdale.com</a> ; and <a href="mailto:meskin@del.camlev.com">meskin@del.camlev.com</a>	<b><u>Co-Counsel to the Official Committee of Equity Holders</u></b>  via email to:  <a href="mailto:pbentley@kramerlevin.com">pbentley@kramerlevin.com</a> ; <a href="mailto:currier@klettrooney.com">currier@klettrooney.com</a>
<b><u>The Fee Auditor</u></b>  Via hard copy to:  Warren H. Smith Warren H. Smith & Associates, P.C. Republic Center 325 N. St. Paul, Suite 1275 Dallas, TX 75201  and via email to: <a href="mailto:feeaudit@whsmithlaw.com">feeaudit@whsmithlaw.com</a>	<b><u>Office of the United States Trustee</u></b>  Via hard copy to:  Office of the United States Trustee David M. Klauder, Esq. 844 King Street, Suite 2207 Wilmington, DE 19801